

# Technology, Entrepreneurial and Commercial Practice

Our TEC group moves at the speed of business creating the commercial agreements that fuel our clients' profits, licensing technology in intellectual property-driven businesses and helping entrepreneurs prioritize to efficiently manage their businesses.

Many of our TEC lawyers have management and financial backgrounds as well as in-house experience. They are adept at recognizing the importance of quickly providing legal solutions that are business oriented and creative.

Privately held businesses have traditionally represented the largest segment of our client base and the largest number of the lawyers in the firm are dedicated to serving this sector. The Technology, Entrepreneurial & Commercial Group brings together lawyers who practice in many different areas of law from around the firm to offer privately held businesses, their shareholders, directors and officers a broad base of services. To make access to these lawyers and their skills a simple matter for our clients, we designate one attorney to be your contact with Bryan Cave. This lawyer is responsible for ensuring that your needs are met on a timely and cost effective basis; in effect acting as your general counsel within Bryan Cave. You get close personal attention and all the resources of a large, international firm at a very competitive cost.

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## Leadership

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## Entrepreneurial Practice

Many of the firm's business clients are privately or closely held entities with management and ownership issues distinct from the multi-national public companies the firm also represents. Members of the Technology Entrepreneurial, & Commercial Practice Group know business owners expect their counsel to be both knowledgeable about the client's business and sensitive to providing immediate and effective solutions to their legal needs. Services we regularly provide include:

- Purchase agreements
- Business organization
- Entity formation and governance
- Venture capital and other forms of funding
- Shareholder agreements
- Business sales/acquisition
- Tax advice
- Management succession
- Personal estate planning
- Professional consulting agreements

## Technology Practice

We have a deep roster of skilled attorneys equipped to provide a rapid, thorough response to any client need arising across a wide spectrum of technologies and sciences and the transactions associated with those technologies – from licenses, joint ventures, procurement and development transactions, to security and privacy policies that govern your systems. Services we regularly provide include:

- Technology acquisition or development transactions (purchasing, reselling, distribution, joint ventures, alliances, development)

- Software licensing, maintenance and support
- Website development and web hosting
- Colocation
- Telecommunications
- Biotechnology including pharma, medical devices and nutrition products
- Intellectual property licensing
- Internet advertising, linking and co-branding
- Privacy, data security and information security policies and counseling
- Website terms and conditions
- Technology device manufacturing
- Open source
- Intellectual property management and audits
- Interactive entertainment
- E-commerce

## Commercial Practice

We offer innovative solutions to our clients' business issues through the Commercial Practice Team. Our commercial practice is a unique and powerful business tool that takes the administrative, drafting and negotiating burden off of our clients. The result is an approach that provides prompt, economical and sound legal counsel to our clients seeking progress toward timely closure. Services we regularly provide include:

- Terms and conditions of sale
- Long term purchase and supply agreements
- Distributorship and representative arrangements

- Consulting and other services contracts
- Confidentiality and decontamination agreements
- Licensing arrangements and other similar matters
- Outsourcing
- Identification of potential antitrust issues, as well as development of MAP Policies
- Advice on contracting with potentially insolvent or bankrupt companies
- Export, import, customs and other international trade matters

## Outsourcing

As pressures continue to mount on organizations to minimize costs, improve efficiencies, and enhance their competitive advantage, outsourcing non-core yet vital business activities to third-party vendors becomes increasingly essential. Achieving the right relationship between parties is crucial and requires the assistance of seasoned counsel with both an understanding of the legal issues as well as the industries involved. Members of the Outsourcing Practice serve a broad cross-section of industries, including consulting and professional services, energy, information services, traditional computer and network software, online retailing, telecom, network and personal computer equipment, components and accessories, interactive entertainment, insurance, learning and education, automotive, manufacturing, wireless, broadcasting and media, traditional and Internet telephony, and technology and Internet services.

- Identifying strategic objectives
- Evaluating project structures and providing analysis
- Developing and negotiating contracts
- Evaluating and recommending vendors
- Recommending technical advisors and consultants
- Identifying conflicts

- International and cross-border outsourcing
- Customer Relationship Management (CRM)